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-FILED-

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**Articles of Incorporation
of
Clear Lake Flying Club, Inc.**

ARTICLE 1: CORPORATE NAME

The name of the corporation is Clear Lake Flying Club, Inc.

ARTICLE 2: BUSINESS ADDRESS

The initial street address of this corporation is 495 N. Main St., Lakeport, CA 95453.

ARTICLE 3: INITIAL AGENT FOR SERVICE OF PROCESS

The name and address in the State of California of this corporation's initial agent for service of process is: Herbert Lingl, 495 N. Main St, Lakeport, CA 95453

ARTICLE 4: CORPORATE PURPOSE

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The specific purposes for which this corporation is organized include, but are not limited to, promoting and encouraging interest in aviation, providing education and training opportunities, and offering recreational flying opportunities. This corporation shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE 5: DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE 6: LIMITATION OF CORPORATE ACTIVITIES

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

ARTICLE 7: LIMITATION OF LIABILITY

To the fullest extent permitted by California law, no director or officer of the corporation shall be personally liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director or officer, except for:

- 1). Unlawful Acts: Any breach of the duty of loyalty, acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.
- 2). Personal Gain: Any transaction from which the director or officer derived an improper personal benefit.
- 3). Inaction: Any failure to act which is not in good faith or which involves intentional misconduct or a knowing violation of law.

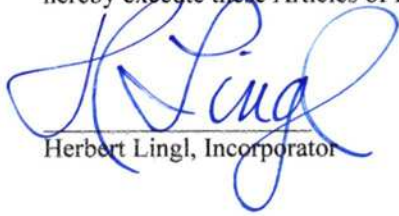
This provision shall not be construed to eliminate or limit the liability of any director or officer for fraud, willful misconduct, or other actions prohibited by law.

The corporation is authorized to indemnify the directors, officers and agents of the corporation to the fullest extent permissible under California law.

ARTICLE IX: AMENDMENT

Amendments to these Articles of Incorporation may be adopted by the approval of the board of directors of this corporation.

IN WITNESS WHEREOF, the undersigned, being the incorporator of the Clear Lake Flying Club, Inc. I hereby execute these Articles of Incorporation this 9th day of October, 2024.



Herbert Lingl, Incorporator

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